

McGUIREWOODS LLP  
1251 Avenue of the Americas  
20th Floor  
New York, New York 10020-1104  
Telephone: (212) 548-2165  
Facsimile: (212) 548-2150  
Shawn R. Fox  
sfox@mcguirewoods.com

*Counsel for Apex Systems, LLC, and certain affiliated entities*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

	X
	:
<b>In re:</b>	<b>Chapter 11</b>
	:
<b>SEARS HOLDING CORPORATION, et al.,</b>	<b>Case No. 18-23538 (RDD)</b>
	:
	<b>(Jointly Administered)</b>
<b>Debtors.<sup>1</sup></b>	:
	:
	X

**CERTIFICATE OF SERVICE**

I hereby certify that on January 28, 2019, I caused true and correct copies of the *Limited Objection of Apex Systems, LLC to Debtors' Notice of Cure Costs and Potential Assumption and*

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovate Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179

*Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale Transaction* (the “Cure Objection”) to be served on those parties receiving Notice of Electronic Filing generated by CM/ECF on all parties of record and on the parties listed below as indicated.

/s/ Shawn R. Fox

Shawn R. Fox

## SERVICE LIST

### VIA EMAIL

#### I. Bid Notice Parties

##### a. Debtors

Rob Riecker: rob.riecker@searshc.com  
Luke Valentino: luke.valentino@searshc.com  
Mohsin Meghji: mmeghji@miiipartners.com  
General Counsel: [counsel@searshc.com](mailto:counsel@searshc.com)

##### b. Debtors' counsel

Ray Schrock, Esq.: ray.schrock@weil.com  
Jacqueline Marcus, Esq.: jacqueline.marcus@weil.com  
Garrett A. Fail, Esq.: garrett.fail@weil.com  
Sunny Singh, Esq.: sunny.singh@weil.com  
Ellen J. Odoner, Esq.: Ellen.Odoner@weil.com  
Gavin Westerman, Esq.: [Gavin.Westerman@weil.com](mailto:Gavin.Westerman@weil.com)

##### c. Debtors' investment banker:

Brandon Aebersold and Levi Quaintance: project.blue.rx@lazard.com

#### II. Consultation Parties

##### a. Bank of America

Paul Leake, Esq.: Paul.Leake@skadden.com  
Shana Elberg, Esq.: Shana.Elberg@skadden.com George Howard, Esq.: [George.Howard@skadden.com](mailto:George.Howard@skadden.com)

##### b. Wells Fargo Bank

Kevin J. Simard, Esq.: ksimard@choate.com  
Jonathan D. Marshall, Esq.: [jmarshall@choate.com](mailto:jmarshall@choate.com)

##### c. Committee

Ira S. Dizengoff, Esq. : idizengoff@akingump.com  
Philip C. Dublin, Esq.: pdublin@akingump.com  
Abid Qureshi, Esq.: aqureshi@akingump.com  
Sara L. Brauner, Esq.: sbrauner@akingump.com

#### III. Successful Bidder Parties

##### a. Successful Bidder

Kunal S. Kamlani: [kunal@eslinvest.com](mailto:kunal@eslinvest.com)  
Harold Talisman: [harold@eslinvest.com](mailto:harold@eslinvest.com)

##### b. Counsel

Christopher E. Austin, Esq.: caustin@cgsh.com  
Benet J. O'Reilly, Esq.: boreilly@cgsh.com  
Sean A. O'Neal, Esq.: [soneal@cgsh.com](mailto:soneal@cgsh.com)

**VIA FIRST CLASS MAIL**

Transform Holdco, LLC  
c/o ESL Partners, Inc.  
Attention: Kunal S. Kamlani and Harold Talisman  
1170 Kane Concourse, Suite 200  
Bay Harbor Islands, FL 33154

Sears Holdings Corporation  
Attn: General Counsel  
3333 Beverly Road  
Hoffman Estates, IL 60179

Weil, Gotshal & Manges LLP  
Attention: Ray C. Schrock, P.C.,  
Ellen J. Odoner, Gavin Westerman and Sunny Singh  
767 Fifth Avenue  
New York, New York 10153

Cleary Gottlieb Steen & Hamilton LLP  
Attention: Christopher E. Austin,  
Benet J. O'Reilly and Sean A. O'Neal  
One Liberty Plaza  
New York, NY 10006